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RECORDATION NO. FILED

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DEC 13 '05 2:31 PM  
SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

December 12, 2005

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Schedule #4 to Full Service Master Lease Agreement, dated as of September 7, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor:	Midwest Railcar Corporation 4949 Autumn Oaks Drive, Suite B Maryville, Illinois 62062
Lessee:	Wilmot Transportation and Logistics LLC 278 Crackel Road Aurora, Ohio 44202

Mr. Vernon A. Williams  
December 12, 2005  
Page 2

A description of the railroad equipment covered by the enclosed document  
is:

18 gondola cars: MWCX 200074 – MWCX 200091.

A short summary of the document to appear in the index is:

Memorandum of Schedule #4 to Full Service Master Lease Agreement.

Also enclosed is a check in the amount of \$33.00 payable to the order of  
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the  
undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures

DEC 13 '05 2-33 PM

SURFACE TRANSPORTATION BOARD

## MIDWEST RAILCAR CORPORATION

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### MEMORANDUM OF SCHEDULE #4 TO FULL SERVICE MASTER LEASE AGREEMENT

between

MIDWEST RAILCAR CORPORATION,

as Lessor

and

WILMOT TRANSPORTATION AND LOGISTICS, LTD.

as Lessee

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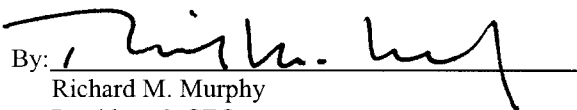
MEMORANDUM OF SCHEDULE #4 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #4 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of September 7, 2005, by and between MIDWEST RAILCAR CORPORATION, an Illinois Corporation ("Lessor"), and WILMOT TRANSPORTATION AND LOGISTICS, LTD., an Ohio Corporation ("Lessee"), with reference to the following:


1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #4 dated September 7, 2005 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of April 28, 2003 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #4.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #4 to Full Service Master Lease Agreement to be executed as of the date first above written.

MIDWEST RAILCAR CORPORATION  
Lessor

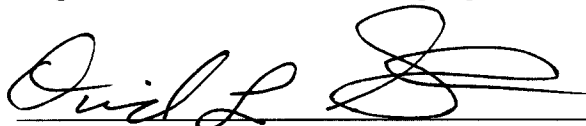
By:   
Richard M. Murphy  
President & CEO

WILMOT TRANSPORTATION AND LOGISTICS, LTD.

By:   
Name: Dennis Wilmot  
Title: President

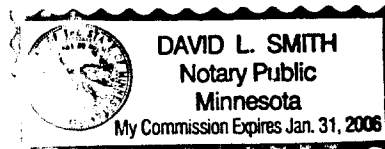
STATE OF MN, CITY OF Elk River, TO WIT:

On this 15 day of Sept, 2005 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on Sept 15, 2005 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

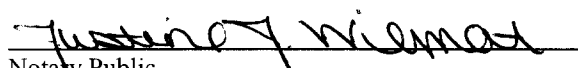
[Notarial Seal]

My commission expires: 1-31-06



STATE OF Ohio, CITY OF Aurora, TO WIT:

On this 9 day of September, 2005 before me appeared, Justin J. Wilmot, to me personally known, who being by me duly sworn, says that he is a President, of WILMOT TRANSPORTATION AND LOGISTICS, LTD., an Ohio Corporation, that said instrument was signed and sealed on \_\_\_\_\_, 2005 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

[Notarial Seal]

My commission expires:

JUSTINE J. WILMOT  
NOTARY PUBLIC - STATE OF OHIO  
MY COMMISSION EXPIRES 7/1/10

DESCRIPTION OF RAILCARS

Up to Eighteen (18) Gondolas with the reporting following marks:

**MWCX 200074 - 200091, inclusive**